



**TOLLING AGREEMENT FOR CLAIMS UNDER THE COMPREHENSIVE
ENVIRONMENTAL RESPONSE COMPENSATION AND LIABILITY ACT RELATING TO
RESPONSE COST RECOVERY CLAIMS AGAINST OHIO EDISON FOR THE
MAHONONGSIDE POWERPLANT IN WARREN, OHIO**

The United States, on behalf of the United States Environmental Protection Agency ("U.S. EPA" or the "Agency"), contends that it has a cause of action pursuant to Section 106 and 107 of the Comprehensive Environmental Response, Compensation, and Liability Act of 1980, 42 U.S.C. Sections 9606 and 9607, as amended by the Superfund Amendments and Reauthorization Act of 1986 ("CERCLA") (the "Tolled Claims"). The United States presently is evaluating the potential filing of a complaint against Ohio Edison Company, pursuant to CERCLA relating to Response Costs, incurred by the Agency at the Mahoningside Powerplant Site in Warren, Ohio.

The United States and Ohio Edison enter into this Tolling Agreement in order to eliminate the need for, or to defer, any litigation of the Tolled Claims without thereby altering the claims or defenses available to any party hereto, except as specifically provided herein.

NOW THEREFORE, the United States and Ohio Edison ("the Parties") stipulate and agree as follows:

1. The Parties agree that, subject to the provisions of paragraph 5, the period ending on March 31, 2010, inclusive ("the Tolling Period"), will not be included in computing the running of any statute of limitations applicable to any action brought by the United States relating to the Tolled Claims.

2. The Parties further agree that any defenses or claims asserting laches, estoppel, waiver, or other similar equitable defenses based upon the running or expiration of any time period shall not include the Tolling Period for the Tolled Claims.

3. This Tolling Agreement does not constitute any admission or acknowledgment of any fact, conclusion of law, or liability by any party to this Tolling Agreement. Nor does this Tolling Agreement constitute any admission or acknowledgment on the part of the United States that any statute of limitations, or similar defense concerning the timeliness of commencing a civil action, is applicable to the Tolled Claims. The United States reserves the right to assert that no statute of limitations applies to any of its claims under CERCLA.

4. This Tolling Agreement contains the entire agreement between the Parties, and no statement, promise, or inducement made by any party to this Tolling Agreement that is not set forth in writing in this Tolling Agreement will be valid or binding. This Tolling Agreement may not be modified except in writing signed by all Parties and endorsed herein.

5. It is understood that the United States may terminate settlement negotiations and commence suit at any time. The United States will notify Ohio Edison of its termination of settlement negotiations.

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6. The undersigned representative of each of the Parties certifies that he or she is fully authorized to enter into the terms and conditions of this Tolling Agreement and to legally bind such party to all terms and conditions of this document.

SIGNATURES

The United States, on behalf of the United States Environmental Protection Agency, consents to the terms and conditions of this Tolling Agreement by its duly authorized representatives on this 22nd day of December, 2009.



WILLIAM BRIGHTON
Assistant Section Chief
Environmental Enforcement Section
Environment and Natural Resources Division
United States Department of Justice

Ohio Edison Company consents to the terms and conditions of this Tolling Agreement by its duly authorized representative on this 22nd day of December, 2009.

Ohio Edison Company

By: 
Signature

Name: Douglas J. Weber

Title: Senior Attorney

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QUIT CLAIM DEED

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KNOW ALL MEN BY THESE PRESENTS:

That **non responsive**

non responsive in consideration of One Dollar and other good and valuable consideration, do hereby remise, release and forever quit claim to THE STAR-LET CORPORATION, of 1500 Waverly Avenue, Cincinnati, Hamilton County, Ohio 45214, its heirs and assigns forever, the following described Real Estate, to wit:

See attached Exhibit A, which is incorporated herein by reference.

Prior Reference: Deed Book 4974, Page 1282, Hamilton County Records.
Auditor's Parcel No.

and all the estate, title and interest of the said Grantors either in law or in equity, of, in, and to the said premises; together with all the privileges and appurtenances to the same belonging, and all the rents, issues and profits thereof; to have and to hold the same to the only proper use of the said STAR-LET CORPORATION, its heirs and assigns forever.

WITNESS my hand this 18th day of August, 1994.

non responsive

TRANS

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Signed in the presence of:

Baird J. ...
Paul Komarek

HAMILTON COUNTY RECORDER'S OFFICE
206 4194 - 149230 Type DE
Filed 08/26/1994 3:32:44 PM \$1 30.00
Off. Rec. 6555 1265 F 6 362

STATE OF OHIO COUNTY OF HAMILTON

Before me, a Notary Public, in and for said county and state, personally appeared the above-named BERNARD DESILVA and SHEILA DESILVA, the Grantors in the foregoing deed, who acknowledged that they did sign the foregoing instrument and that the same is his free act and deed for the uses and purposes therein set forth.

IN TESTIMONY WHEREOF, I hereunto set my hand and official seal at Cincinnati, Ohio, this 18th day of August, 1994.

Paul Komarek
NOTARY PUBLIC

Examined & Compliance with
Sec. 322.02 R.C.
Real Property Transfer Tax

875.00

DUSTY RHODES
HAMILTON COUNTY, OHIO

This instrument prepared by
Paul Komarek, Attorney at Law
231 West 4th St., Suite 612A
Cincinnati OH 45202
(613) 421-0803

PAUL A. KOMAREK, ATTORNEY AT LAW
Notary Public - State of Ohio
My Commission Has No Expiration
Date: Section 147.03 O.S.C.

Examined & Compliance with
Sec. 32A.32 R.C.

DUSTY RHODES
HAMILTON COUNTY, OHIO

TAX 350.00

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TRACT 21:

(Auditor's Tax Parcel No. 202-32-110)

EXHIBIT A

Situating in the City of Cincinnati, Hamilton County, Ohio, to-wit:

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All that part of lot 633 remaining after the sale of that portion thereof to Jacob Simon, by deed dated March 13, 1883, and recorded in Book 544, page 437, in the Recorder's office, Hamilton County, Ohio, said lot 633 being shown on plat "H", Luckey's Second Reserve, recorded in Plat Book 5, page 29, Recorder's office, Hamilton County, Ohio, which said part of lot 633 is bounded and described as follows: Beginning at a point on the west side of Millcreek Road, now called Beekman Street, at the southeast corner of said Lot 633, and running thence northwardly along the west line of Beekman Street one hundred and twenty-five and 16/100 (125.16) feet, more or less, to the southeast corner of the lot heretofore sold to Jacob Simon; thence westwardly along the south line of Simon's said lot to a point on the east side of Bloom Street, fifty (50) feet south from the northwest corner of said lot 633 measured along the east side of Bloom Street; thence southwardly along the east side of Bloom Street one hundred and eight and 26/100 (108.26) feet, more or less, to State Street, now called Waverly Avenue; thence eastwardly along the north line of Waverly Avenue one hundred and forty-two and 12/100 (142.12) feet to the place of beginning.

TRACT 22:

(Auditor's Tax Parcel No. 202-32-145)

Situating in the City of Cincinnati, County of Hamilton and State of Ohio and bounded and described as follows:

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Being part of George Luckey's Second Reserve Subdivision by Commissioners of Plat H of J. A. James Estate as the same appears of record in Plat Book 5, page 29, Hamilton County, Ohio, Plat Records and more fully described as follows:

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Beginning at the northwest corner of Bloom Street and Waverly Ave. which point is also the southeast corner of said Lot 607; thence northwardly along the west line of Bloom Street, one hundred (100) feet; thence westwardly to a point in the west line of said lot 607 which point is 61.56 feet south of the northwest corner of said lot 607; thence southwardly along the west line of said Lot 607, 100 feet to the north line of Waverly Avenue; thence east along the northerly line of Waverly Avenue, 53.15 feet to the place of beginning.

TRACT 33:
(Auditor's Tax Parcel No. 202-32-179)

Situate in the City of Cincinnati, Hamilton County, Ohio, and being part of Lot No. 607 of Plat "H" of the Subdivision made by the Commissioners in Partition of the lands of George Luckey, deceased, in Case No. 43923, Common Pleas Court, Hamilton County, Ohio, and more particularly described as follows:

Commencing at a point on the west line of Bloom Street 100 feet northwardly from the northwest corner of Bloom Street and Waverly Avenue; thence northwardly along the west line of Bloom Street 52.15 feet; thence westwardly on a line to a point in the west line of said Lot No. 607, 145.56 feet northwardly from the southwest corner of said Lot No. 607; thence southwardly along the west line of said Lot No. 607, 45.56 feet; thence eastwardly on a line to the place of beginning.

PRIOR DEED REFERENCE: Deed Book 3911, page 387

TRACT 37:
(Auditor's Tax Parcel No. 202-32-107)

Situated in the City of Cincinnati, Hamilton County, Ohio and bounded and described as follows:

Beginning at the southeast corner of Lot No. 634, as shown on Plat "H" of Commissioners Subdivision of Luckey's Second Reserve in J. A. James Subdivision of South Fairmount; the same being a plat made by the Commissioners in Partition of the real estate of George Luckey, deceased, in pursuance of an order of Court in Case No. 43,295, Common Pleas Court of said County, and recorded in Plat Book 5, page 29 in the Recorder's Office of said County, and running thence northwardly along the west line of Beekman Street, as shown in said plat, 30 feet; thence running between parallel lines westwardly to the east line of Bloom Street.

PRIOR DEED REFERENCE: Deed Book 4074, page 833

TRACT 38:
(Auditor's Tax Parcel No. 202-32-109)

Situated in the City of Cincinnati, County of Hamilton, State of Ohio and being part of Lot No. 635 as shown on Plat "H" made by Commissioners in partition of the estate of George Luckey, deceased, as recorded in Plat Book 5, page 29, of the Recorder's Office of Hamilton County, Ohio and more particularly described as follows:

Beginning at a point in the west line of Beekman Street, 36.50 feet south from the northeast corner of said Lot No. 635; thence running westwardly on a line parallel with the south line of the lot sold to Jacob Simon by deed recorded in Deed Book 544, page 437, of the Hamilton County, Ohio, Records, 108.32 feet to a point; thence southwardly 22.30 feet to the south line of Simon lot above referred to; thence eastwardly with the south line, 101.00 feet to Beekman Street; thence northwardly along the west line of Beekman Street, 22.83 feet to the place of beginning.

PRIOR DEED REFERENCE: Deed Book 4074, page 776

TRACT 39:
(Auditor's Tax Parcel No. 202-32-108)

Situated in the City of Cincinnati, Hamilton County, Ohio, and being more particularly described as follows:

Being part of the north part of Lot No. 635 of George Luckey's Second Reserve Subdivision of Fairmount, more particularly described as follows: Commencing at the northeast corner of said

Lot No. 635 at Beekman Street; thence extending westwardly along the north line of said Lot No. 635, 134.70 feet to a point on said line distant 48 feet from the northwest corner of said Lot No. 635; thence southwardly on a line parallel with Bloom Street 53.50 feet, more or less, to a point on the south line of the lot heretofore conveyed to Jacob Simon by Catherine M. Ranney by deed recorded in Deed Book 544, page 437, of the Hamilton County, Ohio, Records, said point being 48 feet distant eastwardly from Bloom Street; thence eastwardly along the south line of the aforesaid Jacob Simon lot to the southwest corner of C. & L. Klenck's lot; thence northeasterly with the west boundary of the said C. & L. Klenck's lot 21.50 feet to a post at the northwest corner of said C. & L. Klenck's lot; thence eastwardly with the northern boundary of C. & L. Klenck's lot 108.52 feet to Beekman Street; thence northerly along the west line of said Beekman Street 36.98 feet to the place of beginning, including in the conveyance a cistern, the lower walls of which are somewhat resting upon a part of the lot heretofore conveyed by Krato F. Topp, Assignee, to C. & L. Klenck by deed recorded in Deed Book 814, page 585, Hamilton County, Ohio, Records.

PRIOR DEED REFERENCE: Deed Book 4079, page 370

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TRACT 40:
(Auditor's Tax Parcel No. 202-32-105)

All that certain parcel of real estate, situated in Fairmount, City of Cincinnati, Hamilton County, Ohio, and described as follows, viz: Beginning on the west line of Villereck Road, now called Beekman Street at a point where said line is intersected by the north line of a lot heretofore sold to George W. Geiger, and running thence westwardly along Geiger's north line to the south east corner of a lot heretofore sold to Louis Kindermann, by deed recorded in Deed Book 550, page 171, of said County records; thence northwardly along the east line of said lot heretofore sold to Kindermann to the northeast corner of said lot; thence eastwardly in a straight line to the west line of Beekman Street at a point 28 feet northwardly from the place of beginning; and thence southwardly along the west line of Beekman Street 28 feet to the place of beginning. The parcel of real estate hereby conveyed being part of Lot No. 634 as shown on Plat "H" made by the Commissioners in partition of George Luckey's estate, in Case No. 43265 Court of Common Pleas of Hamilton County, Ohio.

PRIOR DEED REFERENCE: Deed Book 4082, page 1429

51/94.6

TRACT 41:
(Auditor's Tax Parcel No. 202-32-143 & 158)

Situate in the City of Cincinnati, County of Hamilton and State of Ohio, and being Lot No. 602 of Luckey's Second Reserve, as shown on the plat thereof, recorded in Plat Book 5, page 26 of the Hamilton County, Ohio Plat Records.

PRIOR DEED REFERENCE: Deed Book 4082, page 1253

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TRACT 42:
(Auditor's Tax Parcel No. 202-32-144)

Situate in the City of Cincinnati, County of Hamilton and State of Ohio and being more particularly described as follows:

Beginning at a point in the West line of Bloom Street, 152.13 feet Northwardly from the intersection of the West line of Bloom Street and the North line of Waverly Avenue, measured along the West line of Bloom Street; thence from said beginning point, Northwardly along the

West line of Bloom Street, 19 feet to the South line of Howe Alley, a 15 foot alley; thence Westwardly along the South line of Howe Alley, 80.87 feet; thence Southwardly, at right angles to Howe Alley, 18 feet; thence Eastwardly 77.8 feet to the West line of Bloom Street and the place of beginning.

PRIOR DEED REFERENCE: Deed Book 4128, page 748

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Know all men by these presents:

THAT Lillian Byers, a married woman,

MAY-27-77 31266

LISTED - N - 5.00

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hereafter, for the sake of convenience, known collectively and in the masculine singular as the grantor,

in consideration of One Dollar and other good and valuable considerations

to him paid by the grantee whose address is P.O. Box 14560, Cincinnati, Ohio 45214

the receipt whereof is hereby acknowledged, does grant, bargain, sell and convey to

The Lunkenheimer Company, a Delaware corporation,

its heirs, successors and assigns forever, herein, for the sake of convenience, known collectively and in the masculine singular as the Grantee, the following described real estate: Being the same property heretofore by instrument recorded in Deed Book 3569 Page 535 of the Records of the Recorder of Hamilton County, State of Ohio

All that certain parcel of real estate, situated in Fairmont, City of Cincinnati, Hamilton County, Ohio, and described as follows: Beginning on the west line of Millcreek Road, now called Beekman Street, at a point where said line is intersected by the north line of a lot heretofore sold to George W. Geiger, and running thence westwardly along Geiger's north line to the southeast corner of a lot heretofore sold to Louis Kindermann, by deed recorded in Deed Book 390, page 171, of said County records; thence northwardly along the east line of said lot heretofore sold to Kindermann to the northeast corner of said lot; thence eastwardly in a straight line to the westward line of Beekman Street at a point 28 feet northwardly from the place of beginning; thence southwardly along the west line of Beekman Street 18 feet to the place of beginning, the parcel of real estate hereby conveyed being part of Lot No. 614 as shown on Plat "B", made by the Commissioners in partition of George Luckey's estate, in Case No. 43193 Court of Common Pleas of Hamilton County, Ohio, subject, however, to the privilege of drainage under ground to Beekman Street through and along the east line of the lot hereby conveyed, heretofore granted to said Kindermann and Michael Weiner, their heirs and assigns, being more particularly described as follows: Beginning at a point in the west line of Beekman Street, 137.63 feet from the southeast corner of Beekman and Knox Streets; thence westwardly; parallel with Knox Street, 100 feet to a point, which point is the southeast corner of a lot heretofore sold to Louis Kindermann; thence northwardly, along the east line of Kindermann's lot, to Kindermann's northeast corner, which corner is 92 feet east of Bloom Street; thence eastwardly in a straight line parallel to Knox Street, to the west line of Beekman Street; thence southwardly along the west line of Beekman Street, 18 feet to the place of beginning.

Witness my hand and seal of office this 27th day of May, 1977.

JOHN L. DE COURCY, JR., ALDERMAN
HAMILTON COUNTY, OHIO

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